UNITED STATES DISTRICT COURT EASTERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

No. 1:21-CV-00583 (MKB)

-V-

GPB CAPITAL HOLDINGS, LLC; ASCENDANT CAPITAL, LLC; ASCENDANT ALTERNATIVE STRATEGIES, LLC; DAVID GENTILE; JEFFRY SCHNEIDER; and JEFFREY LASH,

Defendants.

CONSENT TO SEC'S REQUEST FOR A STAY

WHEREAS on March 5, 2021, the Court directed Defendants GPB Capital Holdings, LLC, Ascendant Capital, LLC, and Ascendant Alternative Strategies, LLC to respond to the United States Attorney's Office's motion to intervene in and stay the above-captioned case (the "March 5 Order");

In response to the March 5 Order, Defendants GPB Capital Holdings, LLC, Ascendant Capital, LLC, and Ascendant Alternative Strategies, LLC hereby consent to the United States Attorney's Office's motion to intervene in and stay the above-captioned case.

Dated: March 10, 2021

New York, New York

HERRICK, FEINSTEN LLP

/s/ Howard R. Elisofon By:

Howard R. Elisofon David M. Rosenfield Stephen M. Medow Two Park Avenue New York, NY 10016 Tel.: (212) 592-1400 Fax: (212) 592-1500 helisofon@herrick.com drosenfield@herrick.com

smedow@herrick.com

Attorneys for Defendant GPB Capital Holdings, LLC

ARENT FOX LLP

By: /s/ Glenn C. Colton

Glenn C. Colton 1301 Avenue of the Americas 42nd Floor

New York, NY 10019 Tel.: (212) 484-3900 Fax: (212) 484-3990

glenn.colton@arentfox.com

Attorneys for Defendants Jeffry Schneider and Ascendant Capital LLC

HAYNES AND BOONE, LLP

By: /s/ Joseph C. Lawlor

Joseph C. Lawlor 30 Rockefeller Plaza, 26th Floor

New York, NY 10112 Tel.: (212) 659-4985 Fax: (212) 884-9574

joseph.lawlor@haynesboone.com

Attorneys for Defendant Ascendant Alternative Strategies LLC